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SEC 1972 Potential persons who are to respond to the collection of information contained in this form are
(6-02) not required to respond unless the form displays a currently valid OMB control number.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption state exemption unless such exemption is predicated on the filing of a federal notice.

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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FORM D

PROCESSED

FEB 04 2008

THOMSON
FINANCIAL

SEC USE ONLY		
Prefix		Serial
DATE RECEIVED		

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

SEC
Mail Processing
Section
JAN 31 2008
Washington, DC
102

Name of Offering ([] check if this is an amendment and name has changed, and indicate change.)

RiverSource Absolute Return Fund LLC

Filing Under (Check box(es) that apply): [] Rule 504 [] Rule 505 [X] Rule 506 [] Section 4(6) [] ULOE

Type of Filing: [] New Filing [X] Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer ([] check if this is an amendment and name has changed, and indicate change.)

RiverSource Absolute Return Fund LLC

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
50210 Ameriprise Financial Center, Minneapolis, MN 55474 612-671-1235

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code)
(if different from Executive Offices) same

Brief Description of Business

Hedge fund.

Type of Business Organization

☐ corporation ☐ limited partnership, already formed ☒ other (please specify):
☐ business trust ☐ limited partnership, to be formed Limited liability company

Month Year

Actual or Estimated Date of Incorporation or Organization: [10] [2004] ☒ Actual ☐ Estimated

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:
CN for Canada; FN for other foreign jurisdiction) [DE]

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that ☒ Promoter ☐ Beneficial ☐ Executive ☐ Director ☐ General and/or
Apply: Owner Officer Partner

Full Name (Last name first, if individual) **RiverSource Distributors, Inc.**

Business or Residence Address (Number and Street, City, State, Zip Code)
200 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that ☐ Promoter ☒ Beneficial ☐ Executive ☐ Director ☐ General and/or
Apply: Owner Officer Partner

Full Name (Last name first, if individual) **Ameriprise Financial, Inc.**

Business or Residence Address (Number and Street, City, State, Zip Code)
200 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that ☐ Promoter ☐ Beneficial ☐ Executive ☐ Director ☒ Managing
Apply: Owner Officer Member

Full Name (Last name first, if individual) **Advisory Capital Strategies Group Inc.**

Business or Residence Address (Number and Street, City, State, Zip Code)
50210 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that ☐ Promoter ☐ Beneficial ☒ Executive ☒ Director ☐ General and/or
Apply: Owner Officer Partner

Full Name (Last name first, if individual) **Gallus, Peter A.**

Business or Residence Address (Number and Street, City, State, Zip Code)
552 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that ☐ Promoter ☐ Beneficial ☐ Executive ☒ Director ☐ General and/or
Apply: Owner Officer Partner

Full Name (Last name first, if individual) **Truscott, William F. "Ted"**

Business or Residence Address (Number and Street, City, State, Zip Code)
251 Ameriprise Financial Center, Minneapolis, MN 55474

Check Box(es) that ☐ Promoter ☐ Beneficial ☐ Executive ☐ Director ☐ General and/or
Apply: Owner Officer Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate Offering Price	Amount Already Sold *
Debt	\$	\$
Equity	\$	\$
[] Common [] Preferred		
Convertible Securities (including warrants)	\$	\$
Partnership Interests (LLC interests)	\$ N/A	\$ 107.8 million
Other (Specify	\$	\$
Total	\$	\$ 107.8 million

Answer also in Appendix, Column 3, if filing under ULOE.

* to U.S. investors

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases (to US investors)
Accredited Investors (U.S. investors)	8	\$ 107.8 million
Non-accredited Investors	\$
Total (for filings under Rule 504 only)	\$

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

NOT APPLICABLE

Type of offering	Type of Security	Dollar Amount Sold
Rule 505	_____	\$ _____
Regulation A	_____	\$ _____
Rule 504	_____	\$ _____
Total	_____	\$ _____

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Expenses shown for
January 1, 2007 to
December 31, 2007

Transfer Agent's Fees	[]	\$0
Printing and Engraving Costs	[]	\$0
Legal Fees	[]	\$46,300.00
Accounting/Administration Fees.....	[]	\$159,600.00
Engineering Fees	[]	0
Sales Commissions (specify finders' fees separately)	[]	0
Other Expenses (identify).....		\$1,278,500.00
Management Fees		\$76,000.00
Audit & Tax		\$43,400.00
Misc fees and other	[]	
Total	[]	\$1,603,800.00

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4.a. This difference is the "adjusted gross proceeds to the issuer."

\$-N/A

NOT APPLICABLE

Payments to Officers, Directors, & Affiliates	Payments To Others
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(\$) _____ (\$) _____

☐ \$
☐ \$

(\$)

(\$) (\$)

[[] [[]

\$ _____ \$ _____

[1] [1]

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[] \$ _____

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type) RiverSource Absolute Return Fund LLC	Signature <i>Joseph R Bothwell</i>	Date 1-28-08
Name of Signer (Print or Type) Joe Bothwell, Vice President	Title of Signer (Print or Type) On behalf of Advisory Capital Strategies Group Inc., the Issuer's Managing Member	

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)